

WC 05-289

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VIA COURIER

FCC/MELLON

OCT 11 2005

October 11, 2005

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau
P.O. Box 358145
Pittsburgh, PA 15251-5145

Re: In the Matter of the Application of Global Internetworking, Inc. and 20/20 Technologies, Inc., For Grant of Authority Pursuant to Section 214 of the Communications Act of 1934 and Sections 63.04, 16.18 and 63.24 of the Commission's Rules to Complete a Transfer of Control of Authorized International and Domestic Interstate Carrier

Dear Ms. Dortch:

On behalf of Global Internetworking, Inc. ("Global Internetworking") and 20/20 Technologies, Inc. ("20/20") (collectively, the "Applicants"), enclosed for filing is an original and six (6) copies of an application for Commission approval for a transfer control of Global Internetworking and 20/20. Pursuant to Section 63.04(b) of the Commission's rules, Applicants submit this filing as a combined domestic section 214 transfer application and international section 214 transfer application ("Combined Application"). Applicants are simultaneously filing the Combined Application with the International Bureau, in accordance with the Commission's Rules, via its Electronic Filing System ("MyIBFS").

Applicants also submit a completed Fee Remittance Form 159 and check in the amount of \$895.00, to the Federal Communications Commission, which satisfies the filing fee required for this Application under line 2.b of Section 1.1105 of the Commission's rules.

Please do not hesitate to contact us if you have any questions regarding this filing.

Respectfully submitted,



Jean L. Kiddoo
Edward S. Quill, Jr.

cc: Terri Natoli (WCB)
Tracey Wilson (WCB)

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3060-0589
Page 1 of 2

(1) LOCKBOX # 358145		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Swidler Berlin LLP		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) 895.00	
(4) STREET ADDRESS LINE NO. 1 3000 K Street, N.W.			
(5) STREET ADDRESS LINE NO. 2 Suite 300			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20007
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-424-7500		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0004-3539-00		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME Global Internetworking, Inc.			
(14) STREET ADDRESS LINE NO. 1 8484 Westpark Drive			
(15) STREET ADDRESS LINE NO. 2 Suite 720			
(16) CITY McLean		(17) STATE VA	(18) ZIP CODE 22102
(19) DAYTIME TELEPHONE NUMBER (include area code) (703) 424-5500		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0007-2655-72		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) 895.00	(27A) TOTAL FEE 895.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23b) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>M. Renee Britt</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u>M. Renee Britt</u> DATE <u>10/11/2005</u>			
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described.			
SIGNATURE _____		DATE _____	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) Page No <u>2</u> of <u>2</u>		SPECIAL USE FCC ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME 20/20 Technologies, Inc.		
(14) STREET ADDRESS LINE NO. 1 1021 West Adams Street		
(15) STREET ADDRESS LINE NO. 2 Suite 103		
(16) CITY Chicago	(17) STATE IL	(18) ZIP CODE 60607
(19) DAYTIME TELEPHONE NUMBER (include area code) (866) 862-2766		(20) COUNTRY CODE (if not in U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0014-0408-85		(22) FCC USE ONLY
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1		(29A) FCC CODE 2
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1		(29B) FCC CODE 2
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1		(29C) FCC CODE 2
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1		(29D) FCC CODE 2
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1		(29E) FCC CODE 2
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1		(29F) FCC CODE 2

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of the Application of)
)
)

GLOBAL INTERNETWORKING, INC.)

And)

20/20 TECHNOLOGIES, INC.)

For Grant of Authority Pursuant to Section 214 of)
of the Communications Act of 1934 and Sections)
63.04, 16.18 and 63.24 of the Commission's Rules)
to Complete a Transfer of Control of Authorized)
International and Domestic Interstate Carrier)
_____)

) File No. ITC-T/C-2005 _____

) WC Docket No. 05- _____

JOINT APPLICATION

I. INTRODUCTION

A. Summary of Transactions

20/20 Technologies, Inc. ("Buyer" or "20/20") and Global Internetworking, Inc. ("Global Internetworking")(collectively, the "Applicants"), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Sections 63.04, 63.18 and 63.24 of the Commission's Rules, 47 C.F.R. §§ 63.04, 63.18 & 63.24, respectfully request authority to complete a series of transactions whereby Buyer will acquire control of Global Internetworking. In particular, Applicants propose that a wholly owned subsidiary of Buyer ("Buyer SubCo"), will merge with and into Global Internetworking, with Global Internetworking surviving the merger. As a result, Global Internetworking will become a direct wholly owned subsidiary of Buyer. At the time that the transactions are completed, ultimate ownership of 20/20 is expected to be widely and publicly held. As a result, following the

proposed transaction, ultimate ownership of Global Internetworking will also be widely and publicly held.

As described below, because the transactions will not change the rates, terms or conditions under which Global Internetworking's customers receive service, the proposed transactions will be virtually transparent to those customers in terms of the services that those customers receive.

Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transactions as soon as possible but no later than November 1, 2005.

B. Application Eligible for Streamlined Processing

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 & 63.12. With respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transactions, (1) Applicants and their affiliates (as defined in Section 3(1) of the Communications Act – "Affiliates") combined will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which are parties to the proposed transactions) and; (3) none of the Applicants or their affiliates is dominant with respect to any service. With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because Applicants are not affiliated with any entity that is authorized or registered to provide regulated

telecommunications services in a foreign destination market. Furthermore, none of the scenarios set outlined in Section 63.12(c)(2)-(4) of the Commission's Rules, 47 C.F.R. § 63.12(c)(2)-(4), apply.

In support of this Application, Applicants provide the following information:

II. THE APPLICANTS

A. Global Internetworking, Inc. ("Global Internetworking")

Global Internetworking is a privately-held corporation organized under the laws of the Commonwealth of Virginia. Global Internetworking's address is 8484 Westpark Drive, Suite 720, McLean, Virginia 22102. Global Internetworking provides high-capacity data transport and bandwidth solutions to carriers, service providers, systems integrators, government agencies and medium- to large-sized enterprises.

Global Internetworking holds Section 214 authority to provide global facilities-based and resold international services pursuant to authority granted by the Commission in File No. ITC-214-20020619-00332, on August 15, 2002. Global Internetworking also holds domestic Section 214 authority by virtue of the Commission's "blanket" grant of such authority and is authorized to provide intrastate long distance and in some instances, local services, in approximately 25 states.

B. 20/20 Technologies, Inc. ("20/20")

20/20 is a Delaware corporation with principal offices located at 1021 West Adams Street, Suite 103, Chicago, IL 60607. 20/20 Technologies is a network integration software and information company that provides full-service consulting services in order to assist clients in optimizing their telecommunications networks and also provides clients, on a global basis, accurate market information regarding circuit pricing and design via its proprietary

technology. 20/20 does not hold Section 214 authority and is not currently authorized to provide telecommunication-related services in any jurisdiction.

20/20 is well qualified to become the parent company of Global Internetworking. 20/20 has access to substantial financial and managerial resources. 20/20's databases and software comprise a global technology software platform that automates the procurement supply chain process and provides customers with connectivity pricing, sourcing and management services. 20/20's platform was originally developed by 20/20's subsidiary, Magenta netLogic Ltd, which has operations primarily in Europe. The platform is a recognized global pricing and quotation management system for providing competitive client-focused information regarding telecommunication pricing, connectivity from underlying providers, implementation project management and maintenance. 20/20 maintains this information using proprietary databases and is able to retrieve and deliver the data through proprietary software and confidential, proprietary source codes. Such technology is a key factor to improvement of efficiency and profitability for companies such as Global Internetworking. 20/20 has a strong management team that has extensive experience in technology related ventures as well as in generating strong revenue growth. In addition, the Company's personnel include key technologists who have created and managed telecom information databases over many years. Additional information on 20/20 is available on the company's website at: www.20-20technologies.net.¹

III. DESCRIPTION OF THE TRANSACTIONS (Answer to Question 13)

Applicants have agreed to complete a series of transactions whereby Global Internetworking will become a wholly owned direct subsidiary of 20/20. Specifically, Applicants propose to complete a series of transactions whereby Buyer SubCo, a newly

¹ 20/20 will provide additional information regarding its managerial, technical and financial qualifications upon request.

created, wholly owned acquisition subsidiary of 20/20, will be merged with and into Global Internetworking whereupon the separate existence of Buyer SubCo shall cease and Global Internetworking will be the surviving corporation. 20/20 is in the process of consummating a "going-public" transaction through which it anticipates raising equity financing in a \$40,000,000 (or potentially greater) equity offering to be supported by Roth Capital Partners, L.P. This equity financing will provide support for the proposed transactions and for other strategic acquisitions that 20/20 is undertaking, and it will also provide further working capital to strengthen the position of the combined companies following completion of the merger. However, through the proposed acquisition, current Global Internetworking stockholders will receive a combination of cash consideration and equity securities in 20/20 in exchange for all of the capital stock currently held in Global Internetworking.

In connection with the proposed transactions, simultaneous with the closing of the equity offering, 20/20 will become a wholly-owned subsidiary of a publicly reporting entity ("Pubco"), which, other than the business operations described herein, will have no other operations. While the exact name of Pubco has not yet been determined, Pubco is expected to be widely and publicly held, and following the closing of the equity financing, Pubco will file a registration statement with the Securities and Exchange Commission to register the common stock issued in connection with the equity financing.² As a result, following the completion of the proposed transaction, ultimate control of Global Internetworking will also be widely and publicly held. Applicants therefore advise the Commission of that change in corporate structure and respectfully request that the Commission grant any necessary authority to allow

² Applicants will provide additional information regarding Pubco upon request once such information becomes and can be made available.

the Global Internetworking to put a holding company structure into place through this Application. Attached as Exhibit A is an illustrative chart describing the proposed transactions.

As stock transactions completed at the ownership level of Global Internetworking and above, the proposed transactions will not affect customers of Global Internetworking. Immediately following the consummation of the transactions, Global Internetworking's customers will continue to receive service under the same rates, terms and conditions of service as before. As a new subsidiary of 20/20, Global Internetworking will continue to operate and provide services to Global Internetworking's customers and will retain the assets used in the provisions of those services. Applicants anticipate that Global Internetworking will continue to operate from its current headquarters, and that the current technical and management team of Global Internetworking will remain largely intact and will continue to oversee Global Internetworking's operations. The proposed transactions will not involve a change in Global Internetworking's operating authority or any change in the name under which Global Internetworking provides service and Global Internetworking's rates, terms and conditions will remain in effect. As a result, the transactions will be virtually transparent to Global Internetworking's customers in terms of the services they receive.

IV. PUBLIC INTEREST STATEMENT

Applicants respectfully submit that the proposed transactions serve the public interest. In particular, Applicants submit that: (1) the transactions will increase competition in the interstate and international markets by reinforcing and enhancing the status of Global Internetworking as a viable competitor and (2) the transactions will be entirely transparent to Global Internetworking's existing customers.

The proposed transactions will serve the public interest by providing Global

Internetworking with greater access to capital. 20/20 intends to consummate a "going-public" transaction and associated equity financing prior to completion of the proposed transactions here, thereby providing the combined companies with a greater level of resources to serve existing customers and to compete in the telecommunications marketplace for new customers. Through their combined operations, Applicants believe that the combined companies will be better positioned to serve the needs of enterprise and carrier customers. Moreover, Applicants expect that the proposed transactions will allow Applicants to create a more integrated network and draw on a combined ten years of operations and the decades of managerial and technical expertise behind those operations, thereby allowing the companies to realize certain operational and other efficiencies which will allow Applicants to streamline their respective operations, better utilize their respective resources, and improve implementation of their business strategies going forward. Those benefits will facilitate the ability of Applicants to compete in their respective markets and to continue to provide high quality services to existing customers.

At the same time, the proposed changes in ownership of Global Internetworking will not inconvenience, confuse or otherwise harm customers. Indeed, immediately following the proposed transactions, it is anticipated that the Global Internetworking technical and management team will remain largely in place, and the customers of Global Internetworking will continue to receive service under the same rates, terms and conditions of service as those customers currently receive. The proposed transactions therefore will be entirely transparent to customers in terms of the services they receive. In sum, the proposed transactions are expected to enhance the ability of Global Internetworking, to provide high-quality interstate and international telecommunications services which should invigorate competition and thereby benefit consumers of telecommunications services.

V. INFORMATION REQUIRED BY SECTIONS 63.18 AND 63.24

Pursuant to Section 63.18 and 63.24 of the Commission's Rules, the Applicants submit the following information in support of this Application:

(a) Name, address and telephone number of each Applicant:

20/20 Technologies, Inc. (FRN # 0014040885):

20/20 Technologies, Inc.
1021 West Adams Street,
Suite 103
Chicago, Illinois 60607
Telephone: (866) 862-2766

Global Internetworking (FRN # 0007265572):

Global Internetworking, Inc.
8484 Westpark Drive
Suite 720
McLean, Virginia 22102
Telephone: (703) 442-5500

(b) Jurisdiction of Organizations:

Buyer:

Buyer is a corporation formed under the laws of the State of Delaware.

Global Internetworking:

Global Internetworking is a privately-held company organized under the laws of the Commonwealth of Virginia.

(c) Correspondence concerning this Application should be sent to:

Jean L. Kiddoo
Edward S. Quill, Jr.
Swidler Berlin LLP
3000 K Street, NW, Suite 300
Washington, DC 20007-5116
(202) 424-7500 (Tel)
(202) 424-7645 (Fax)
jlkidoo@swidlaw.com

esquill@swidlaw.com

- (d) Global Internetworking holds international resold and facilities-based Section 214 authority pursuant to authority granted by the Commission in File No. ITC-214-20020619-00332. Global Internetworking also holds blanket domestic interstate Section 214 authority.
- (e) Applicants seek authority to transfer control of Global Internetworking to Buyer in connection with the transactions described above. Global Internetworking will continue to provide interstate and international telecommunications services to its existing customers and therefore does not seek approval to discontinue interstate or international service or to abandon its Section 214 authorization.
- (f) Not applicable.
- (g) Not applicable.
- (h) **(Answer to Question 11)** Following the completion of the proposed transactions, the following entities will directly or indirectly own or control 10% or more of Seller and Buyer, respectively:

- (1) The following entity will own 10% or more of **Global Internetworking, Inc.**³

Name: 20/20 Technologies, Inc.
Address: 1021 West Adams Street,
Suite 103
Chicago, Illinois 60607
Citizenship: United States
Equity/Voting Interest: 100%
Principal Business: Holding Company

- (2) It is anticipated that as of consummation of the proposed transactions, 20/20 will be directly owned by a U.S. domestic publicly reporting shell holding company ("Pubco"), which has no other operations. To the best of the Applicants' knowledge, no single person or entity will hold a 10% or greater direct or indirect voting or equity interest at such time in 20/20.

(Answer to Question 12) Neither 20/20 nor Global Internetworking has any interlocking directorates with a foreign carrier.

- (i) **(Answer to Question 14)** Global Internetworking is not affiliated with any foreign carriers and will not become affiliated with any foreign carriers through the proposed transactions.

- (j) (Answer to Question 15) Applicants certify that following the proposed transactions, Global Internetworking will not be affiliated with any foreign carriers. Applicants certify that they do not seek to provide international telecommunications services to any destination country where:
- (1) An Applicant is a foreign carrier in that country; or
 - (2) An Applicant controls a foreign carrier in that country; or
 - (3) Any entity that owns more than 25 percent of an Applicant, or that controls an Applicant, controls a foreign carrier in that country; or
 - (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of an Applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) Applicants certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. See 21 U.S.C. § 853a. See also 47 C.F.R. §§ 1.2001-1.2003.
- (p) With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. § 63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because Applicants are not affiliated with any entity that is authorized or registered to provide regulated telecommunications services in a foreign destination market. Furthermore, none of the scenarios set outlined in Section 63.12(c)(2)-(4) of the Commission's Rules, 47 C.F.R. § 63.12(c)(2)-(4), apply.

VI. INFORMATION REQUIRED BY SECTION 63.04

In lieu of an attachment, pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b), Applicants submit the following information in support of their request for domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-

(12):

(a)(6) A description of the proposed transactions is set forth in Section III above.

(a)(7) 20/20 Technologies does not provide any telecommunications services in the United States.

Global Internetworking provides telecommunications services to customers located in the following jurisdictions: Arizona, California, Florida, Illinois, Indiana, Maine, Maryland, Massachusetts, New Jersey, New York, Ohio, Pennsylvania, Texas, Virginia and Washington. Global Internetworking also provides competitive local services in the following jurisdictions: California, District of Columbia, Florida, Illinois, Maryland, Massachusetts, New York, Texas and Washington.

None of the Applicants or their affiliates is dominant with respect to any service.

(a)(8) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. §63.03. In particular, with respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transactions, (1) Applicants and their affiliates (as defined in Section 3(1) of the Communications Act – "Affiliates") combined will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which are parties to the proposed transactions) and; (3) none of the Applicants or their affiliates are dominant with respect to any service.

(a)(9) Through this Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission Rule 63.04(b), 47 C.F.R. § 63.04(b)). No other applications are being filed with the Commission with respect to this transactions.

(a)(10) Prompt completion of the proposed transactions is critical to ensuring that Applicants can obtain the benefits described in the foregoing application. Accordingly, Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transactions as soon as possible.

(a)(11) Not applicable.

(a)(12) A statement showing how grant of the application will serve the public interest, convenience and necessity is provided in Section IV above.

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VII. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application. Indeed, failure to grant it would directly harm the public interest. In light of the exigent circumstances and, in particular the need to ensure continuity of service to existing customers, Applicants respectfully request expedited treatment to permit Applicants to consummate the proposed transactions as soon as possible.

Respectfully submitted,



Jean L. Kiddoo
Edward S. Quill, Jr.
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(202) 424-7500 (Tel)
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Counsel for Applicants

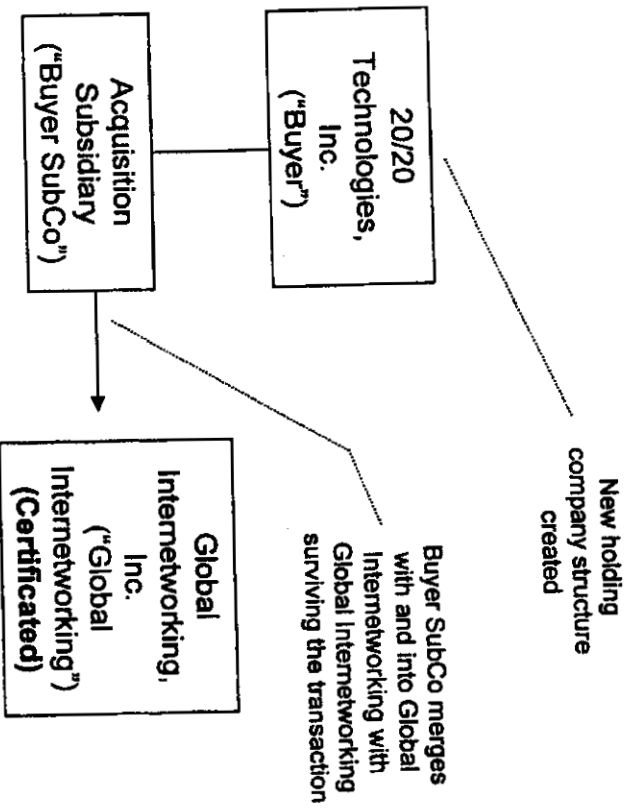
Dated: October 11, 2005

Exhibit A

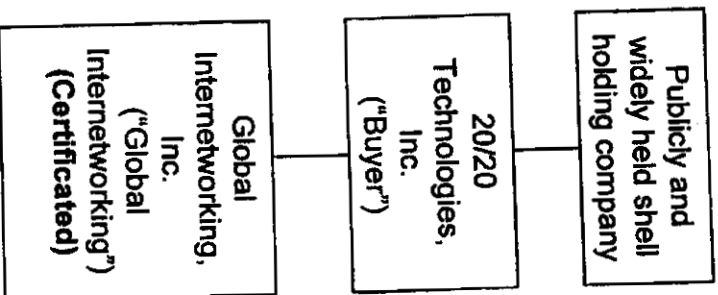
Illustrative Chart

Illustrative Chart

Pre-Transaction



Post-Transaction



Verifications

VERIFICATION

On behalf of 20/20 Technologies, Inc., I hereby certify upon penalty of perjury that I am President of 20/20 Technologies, Inc. and that the statements in the foregoing Federal Communications Commission Section 214 Application are true, complete, and correct to the best of my knowledge and are made in good faith.

By:



Name:

Patrick C. Shutt

Title:

President


Date:

Sept 23rd 2005

CERTIFICATION OF APPLICANT

On behalf of Global Internetworking, Inc., I hereby certify upon penalty of perjury that I am Chief Executive Officer of Global Internetworking, Inc. and that the statements in the foregoing Federal Communications Commission Section 214 Application are true, complete, and correct to the best of my knowledge and are made in good faith.

By:



Name:

D. Michael KEENAN

Title:

CEO

Date:

9/26/05